

TENNESSEE REGULATORY AUTHORITY



Ron Jones, Chairman
Deborah Taylor Tate, Director
Pat Miller, Director
Sara Kyle, Director

460 James Robertson Parkway
Nashville, Tennessee 37243-0505

August 23, 2005

Mr. Jonathan S. Marashlian, Counsel
THE HELEIN LAW GROUP, P.C.
8180 Greensboro Drive, Suite 700
McLean, Virginia 22102

RE: Docket 05-00230: Joint Application of Manhattan Telecommunications Corporation d/b/a Metropolitan Telecommunications and Business Productivity Solutions, Inc. for Authority Necessary to Complete a Transfer of Control

Dear Mr. Marashlian:

In order to fully analyze the above-referenced petition, the Tennessee Regulatory Authority (TRA) requires additional information. Please provide the information requested below by August 30, 2005, and refer to this correspondence as Data Request No. 1 in the response.

1. Have the petitioners filed similar petitions or notices in other states? If so, provide a listing of states and action taken.
2. Have the petitioners filed a similar petition with the FCC or other federal agency? If so, list any action taken and the associated file(s) or document number(s). If a schedule to complete the review of your petition has been established by any federal agency, provide such with your response.
3. Provide the number of customers that Business Productivity Systems ("BPS") currently has in Tennessee.
4. Will all BPS customers in Tennessee be transferred to Manhattan Telecommunications Corporation ("MetTel")?
5. What telecommunication services will BPS continue to provide under its current CCN in Tennessee after the transfer?
6. Consistent with TRA Rule 1220-4-2-.56(2) (d), provide a current customer notice or letter informing customers of the change in ownership and/or operating authority.
7. Verify all current CCNs issued by the Authority, and provide copies of all current business licenses of MetTel and BPS filed with the Tennessee Secretary of State's Office.
8. Confirm that petitioners will continue to operate under their present CCNs issued by

the Authority and business licenses as filed with the Tennessee Secretary of State's Office.

9. Per page 2 of the Petition filed with the Authority on August 12, 2005, "MetTel currently has an application pending before the Authority for a Certificate of Authority to provide local and long distance communications services in the State of Tennessee". Our internal investigation has revealed that no such application has been received by the Authority. Explain the discrepancy.
10. Per the Petition filed with the Authority on August 12, 2005, file the Purchase Agreement the Petitioners entered into on August 10, 2005, by and between MetTel, BPS, and BPS' direct parent, Eschelon Operating Company.

If you have any questions, or need further assistance, please call Carlos Black at 615-741-2904, ext. 196 or e-mail him at Carlos.Black@state.tn.us. Please respond by sending the original and 13 copies to:

Ms. Sharla Dillon, Docket Room Manager
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243-0505

Sincerely,



Aster Adams, Chief
Competitive Markets & Policy Division

c: Mr. Andoni Economou
Manhattan Telecommunications Corporation
44 Wall Street, 6th Floor
New York, NY 10005

J. Jeffery Oxley
Business Productivity Solutions
730 2nd Avenue South, Suite 900
Minneapolis, MN 55402

Mr. Pat Miller, Chairman
Ms. Sharla Dillon, Docket Room Manager